

3. The Applicants shall provide the Insurance Department with written confirmation of the consummation of the acquisition of control by the end of the month the acquisition of control takes place.
4. For a period of three (3) years, the Domestic Insurers shall file semiannually with the Insurance Department, commencing six months from consummation of the transaction, a report under oath of its business operations in Connecticut, including but not limited to, the status of the integration with the Applicants, changes to the business of the Domestic Insurers; employment levels; changes in officers of the Domestic Insurers; any changes in location of its operations in Connecticut; and charitable contributions; and, notice of any statutory compliance or regulatory actions taken by other state regulatory authorities against the Applicant and Domestic Insurers.
5. For a period of three (3) years, the Domestic Insurers shall file quarterly with the Insurance Department, commencing three months from consummation of the transaction, a report under oath of its employment levels in Connecticut, including but not limited to number of ongoing and transitional employees by position level and average compensation in each of the four operating areas; assessment as to positive or negative change in employee numbers; number of positions open; number of employees who have voluntarily terminated since last reporting period.
6. The Applicants shall provide the Department with the names and titles of those individuals who will be responsible for filing transactions for prior approval pursuant to Conn. Gen. Stats. 38a-135 and 38a-136.
7. Within fifteen (15) days following the end of the month in which the proposed acquisition is consummated, MetLife shall file an amended Insurance Holding Company System Annual

Registration Statement pursuant to section 38a-138-10 of the Regulations of Connecticut State Agencies.

8. If the proposed transaction is not consummated within three (3) months of the date of this Order and the Applicants intend to consummate the proposed transaction, the Applicants shall submit to the Commissioner a statement, which shall include (1) the reason for the Applicants' inability to consummate the proposed transaction; (2) any material changes in the information contained in the Form A Application; and (3) the current financial statements of the Applicants and the Domestic Insurers.

9. The Domestic Insurers shall, at all times, maintain their books, records, and assets in Connecticut pursuant to Connecticut law, unless otherwise approved by the Commissioner.

10. The Applicants shall pay expenses incurred by the Insurance Commissioner in connection with the Insurance Department's review of the captioned transaction pursuant to sections 38a-132(a)(3) and 38a-132(c) of the Connecticut General Statutes.

Dated at Hartford, Connecticut, this 30th day of June, 2005


Susan F. Cogswell
Insurance Commissioner